

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,
Debtors.

Chapter 11

No. 08-13555 (JMP)

(Jointly Administered)

VEYANCE TECHNOLOGIES, INC.,
Plaintiff,
v.

Adversary Proceeding

No. 09-01535 (JMP)

LEHMAN BROTHERS SPECIAL FINANCING, INC.,
Defendant.

**ORDER TO SHOW CAUSE WHY FUNDS SHOULD NOT BE
DEPOSITED INTO THE COURT PURSUANT TO RULE 67 OF THE
FEDERAL RULES OF CIVIL PROCEDURE, MADE APPLICABLE BY
RULE 7067 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Upon consideration of the Declaration of Christopher Harris, dated December 1, 2009, and the exhibits thereto, and upon the accompanying Memorandum of Law in Support of Veyance Technologies, Inc.'s Request to Deposit Funds into the Court pursuant to Rule 67 of the Federal Rules of Civil Procedure, dated December 1, 2009, and good and sufficient cause appearing therefore, it is hereby

ORDERED, that Defendant Lehman Brothers Special Financing, Inc. ("Defendant"), show cause before this Court, at Courtroom 601, of the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York, 10004, on December 10, 2009, at two o'clock p.m., or as soon thereafter as

counsel may be heard, why an order should not be entered pursuant to Federal Rule of Civil Procedure 67, made applicable by Federal Rule of Bankruptcy Procedure 7067, allowing Veyance to deposit funds into the Bankruptcy Court; and it is further

ORDERED, that opposition papers, if any, shall be filed on or before December 9, 2009 at noon and served by overnight delivery upon counsel for Plaintiff, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Attn: Christopher Harris); and it is further

ORDERED, that a copy of this Order to Show Cause, together with the papers upon which it is based, shall be served on or before December 2, 2009, by personal service upon counsel for Defendant, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Lori R. Fife), and the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York, 10004 (Attn: Andy Velez-Rivera, Paul Schwartzberg, Brian Masumoto, Linda Rifkin, and Tracy Hope Davis), which shall be deemed good and sufficient service.

Dated: New York, New York
December 2, 2009

s/ James M. Peck
United States Bankruptcy Judge